

FILE ON OR BEFORE DECEMBER 31, 1996 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

A24440

LIMITED PARTNERSHIP ANNUAL REPORT 1997
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS

97 MAR -7 AM 8:20

1. Name of Limited Partnership
 1a. DOCUMENT #
 A24440

NTS-PROPERTIES VII, LTD.

2. Mailing Address
 10172 Linn Station Rd.
 Louisville, Ky. 40223

2a. Principal Office Address
 10172 Linn Station Rd
 Louisville, Ky. 40223

Suite, Apt. #, etc.
 City & State
 Zip Country

3. Date Formed or Registered
 04/28/87

3a. Date of Last Report
 12/95

4. State or Country of Formation
 FL

5a. Capital Contributions as Shown on record.
 \$40,000,000.00 ✓

5b. Amount of Capital Contributions in FLORIDA to date.

6. FEI Number
 61-1119232
 Applied For
 Not Applicable

7. Certificate of Status Desired
 \$8.75 Additional Fee Required

8. Make check payable to: Dept. of State (See reverse side for fee information)

9. Name and Address of Current Registered Agent
 CT Corporation
 1200 S Pine Island Rd
 Plantation, FL 33324

MC 3/11

10. If changed, new Registered Agent/Office
 Name
 Street Address (P.O. Box Number is Not Acceptable)
 Suite, Apt. #, etc.
 City FL Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/ Document Number
NTS PROPERTIES ASSOC. VII	10172 LINN STATION RD.	LOUISVILLE, KY.	093047900038 ✓

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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE By: Susan M. Howard, V.P./Asst. Secretary DATE 2/5/97
 Typed or Printed Name of General Partner Signing Form SUSAN M. HOWARD Daytime Telephone Number 502/426-4800

CR2E003 (6/96)